



**IT IS HEREBY ADJUDGED and DECREED that the
below described is SO ORDERED.**

Dated: October 05, 2015.

Craig A. Gargotta

**CRAIG A. GARGOTTA
UNITED STATES BANKRUPTCY JUDGE**

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF TEXAS
SAN ANTONIO DIVISION**

IN RE:	§	
	§	
PRIMERA ENERGY, LLC	§	CASE NO. 15-51396
	§	(Chapter 11)
DEBTOR	§	
	§	
KARNES COUNTY NATIONAL BANK	§	
Movant,	§	
Vs.	§	
PRIMERA ENERGY, LLC	§	
Debtor.	§	

**AGREED ORDER ON
TRUSTEE'S MOTION FOR APPROVAL OF SALE OF
REAL PROPERTY INTEREST, FREE AND CLEAR OF LIENS**

On this day this Court considered Trustee's Motion for Approval of Sale of Real Property Interest, Free and Clear of Liens (the "Motion") for the real property located at 21022 Gathering Oaks, San Antonio, Bexar County, Texas (the "Real Estate"). No objections to the Motion were timely filed and the Motion came before the Court unopposed. After considering the pleadings, representations, agreement of the creditor holding a lien against the Real Estate, and circumstances of this proceeding, it appears to the Court that the relief requested is in the best interests of the Debtor's estate. It is therefore:

ORDERED, ADJUDGED and DECREED that the Motion is granted; it is further

ORDERED, ADJUDGED and DECREED that the terms, conditions, and transactions contemplated by the Motion are hereby approved in all respects, and the Trustee is hereby authorized under 11 U.S.C. §§ 105(a) and 363(b), (c), (f) and (m) to sell the Real Estate free and clear of all liens, claims, encumbrances and interests on terms and conditions as described in the Motion; it is further

ORDERED, ADJUDGED and DECREED that the Trustee is hereby authorized, empowered, and directed to (1) perform under, consummate, and implement the transaction contemplated in the Motion, (2) execute all additional instruments and documents that may be reasonably necessary or desirable to implement the transaction contemplated thereby, (3) take all further actions as may be necessary or appropriate for the purposes of assigning, transferring, granting, conveying, encumbering or transferring the Debtor's property as contemplated by the Motion, and (4) take such other and further steps as are contemplated by the Motion or reasonably required to fulfill the Trustee's obligations under the transaction, all without further order of the Court; it is further

ORDERED, ADJUDGED and DECREED that the sale of the Real Estate shall be free and clear of the ownership interests of the record owner, and its successors in interests; any unrecorded equitable or legal interests in the Real Estate asserted by any person or entity, or their respective predecessors and successors in interest, unless such interests would be superior to the rights of the Trustee under 11 U.S.C. § 544(a)(3); the claims or interests asserted by any person or entity, or their respective predecessors and successors in interests, against the estate which do not constitute liens against or interests in the Real Estate; and the claims or interests asserted by any person or entity, or their respective predecessors and successors in interests, evidenced by the liens, encumbrances and interests of records set forth below:

- a. Deed of Trust dated December 5, 2013, recorded in Volume 16465, P:age 1645 of the Official Public Records, Bexar County, Texas, wherein Primera Energy, LLC is the Grantor and Karnes County National Bank of Karnes City is the Beneficiary; and
- b. Mechanic's and Materialmen's Affidavit and Claim of Lien recorded August 27, 2015 in Volume 17427, Page 1150, Official Public Records of Bexar County, Texas wherein Hill Horticulture, Inc. is Claimant;

it is further

ORDERED, ADJUDGED and DECREED that the Trustee is hereby authorized to pay directly from the escrow all amounts due which are secured by the following liens and encumbrances;

- a. Deed of Trust dated December 5, 2013, recorded in Volume 16465, P:age 1645 of the Official Public Records, Bexar County, Texas, wherein Primera Energy, LLC is the Grantor and Karnes County National Bank of Karnes City is the Beneficiary; and

b. Mechanic's and Materialmen's Affidavit and Claim of Lien recorded August 27, 2015 in Volume 17427, Page 1150, Official Public Records of Bexar County, Texas wherein Hill Horticulture, Inc. is Claimant;

it is further

ORDERED, ADJUDGED and DECREED that the ad valorem taxes for the year 2015 pertaining to the subject Real Estate shall be prorated in accordance with the Earnest Money Contract and shall become the responsibility of the purchaser and the year 2015 ad valorem tax lien shall be retained against the subject Real Estate until said taxes are paid in full; it is further

ORDERED, ADJUDGED and DECREED that at the close of escrow of the sale approved by this Order, the Trustee is authorized to pay from the sale proceeds a broker's commission to Reata Real Estate in an amount equal to 6% of the sale price; it is further

ORDERED, ADJUDGED and DECREED that the Trustee is hereby authorized to pay all other reasonable and customary escrow fees, recording fees, title insurance premiums, and closing costs necessary and proper to conclude the sale of the Real Estate; it is further

ORDERED, ADJUDGED and DECREED that notwithstanding Bankruptcy Rule 6004(h), this order shall be effective immediately and pursuant to 11 U.S.C. § 363(m), absent a stay of this Order pending appeal, the reversal or modification on appeal of this Order, or any provision hereof, shall not affect the validity of the sale transaction approved hereby which is consummated prior to such stay, reversal or modification on appeal; and it is finally

ORDERED, ADJUDGED and DECREED that the validity of the sale approved hereby shall not be affected by the appointment of a trustee or successor trustee, the dismissal of the above-captioned case, or its conversion to another chapter under title 11 of the United States Code.

AGREED AS TO FORM AND SUBSTANCE:

/s/ Jason Searcy
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